

Peter C. Hughes, Esquire
(Delaware #4180)
Dilworth Paxson LLP
1500 Market Street
Suite 3500E
Philadelphia, PA 19103
Tel: (215) 575-7000
Counsel for Route 553 Retail, LLC

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
(Richmond Division)**

In re:	:	CHAPTER 11
	:	
CIRCUIT CITY STORES, INC., et al.	:	CASE NO. 08-35653
	:	
Debtors	:	(Jointly Administered)
	:	

**ORDER PERMITTING DILWORTH PAXSON LLP TO WITHDRAW
AS COUNSEL FOR 553 RETAIL, LLC FOR CAUSE PURSUANT TO
LOCAL BANKRUPTCY RULE 2090-1(G)**

AND NOW this _____ day of _____ 2010, upon consideration of the Motion of Dilworth Paxson LLP to Withdraw as Counsel for Route 553 Retail, LLC for Cause Pursuant to Local Bankruptcy Rule 2090-1(G) (the "Motion"), it is hereby ordered that:

1. The Motion is GRANTED;
2. Dilworth Paxson LLP is hereby permitted immediately to withdraw as counsel for Route 553 Retail, LLC, for cause.
3. The Appearance entered by Dilworth Paxson LLP on behalf of Route 553 Retail, LLC is hereby withdrawn.

Dated: Jun 7 2010 _____

Entered on docket: June 8 2010

/s/ Kevin Huennekens

The Honorable Kevin Huennekens
United States Bankruptcy Judge

WE ASK FOR THIS:

/s/ Peter C. Hughes
Peter C. Hughes, Esquire
(Delaware #4180)
Dilworth Paxson LLP
1500 Market Street
Suite 3500E
Philadelphia, PA 19103
Tel: (215) 575-7000

Counsel for Route 553 Retail, LLC

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Peter C. Hughes
Peter C. Hughes

Copy to:

Circuit City Stores, LLC
4951 Lake Brook Dr
Glen Allen, VA 23060-9279

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
Skadden, Arps, Slate, Meagher & Flom, LLP
One Rodney Square
PO Box 636
Wilmington, DE 19899-0636

Chris L. Dickerson, Esq.
Skadden, Arps, Slate, Meagher & Flom LLP
333 West Wacker Drive
Suite 2000
Chicago, IL 60606

Dion W. Hayes, Esq.
Douglas M. Foley, Esq.
McGuireWoods LLP
One James Center
901 E. Cary Street
Richmond, VA 23219

Robert B. Van Arsdale
Office of the United States Trustee
Richmond, Virginia Office
701 East Broad Street, Suite 4304
Richmond, VA 23219-1888

Jeffrey N Pomerantz Esq
Pachulski Stang Ziehl & Jones LLP
10100 Santa Monica Blvd 11th Fl
Los Angeles, CA 90067-4100

Robert J Feinstein Esq
Pachulski Stang Ziehl & Jones LLP
780 Third Ave 36th Fl
New York, NY 10017

553 Retail, LLC
c/o Daniel J. Hughes
110 Marter Avenue, Suite 112
Moorestown, NJ 08057

Peter C. Hughes, Esquire
(Delaware #4180)
Dilworth Paxson LLP
1500 Market Street
Suite 3500E
Philadelphia, PA 19103
Tel: (215) 575-7000
Counsel for Route 553 Retail, LLC

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
(Richmond Division)**

In re:	:	CHAPTER 11
	:	
CIRCUIT CITY STORES, INC., et al.	:	CASE NO. 08-35653
	:	
Debtors	:	(Jointly Administered)
	:	

CERTIFICATION OF SERVICE

I, Stephanie McFadyen, Paralegal, hereby certify that on the 24th day of March, 2010, I served a true copy of the Motion to Withdraw as Counsel for 553 Retail, LLC for Cause Pursuant to Local Bankruptcy Rule 2090-1(G), Notice of Motion and Proposed Form of Order upon all necessary parties listed on the attached service list.

Date: May 5, 2010

/s/ Stephanie McFadyen
Stephanie McFadyen, Paralegal

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
Richmond Division

In re:)	
)	Chapter 11
CIRCUIT CITY STORES, INC., et al.,)	
)	Case No. 08-35653 (KRH)
Debtor.)	
)	Jointly Administered

**AFFIDAVIT OF DANIEL J. HUGHES IN SUPPORT OF
MOTION OF DILWORTH PAXSON LLP TO WITHDRAW AS COUNSEL FOR 553
RETAIL, LLC FOR CAUSE PURSUANT TO LOCAL BANKRUPTCY RULE 2090-1(G)**

COMMONWEALTH OF PENNSYLVANIA :
: SS
COUNTY OF PHILADELPHIA :

I, Daniel J. Hughes, principal of Route 553 Retail, LLC ("Route 553"), being duly sworn,
deposes and says that:

1. Soon after the filing of this bankruptcy case, Route 553 retained Dilworth Paxson
LLP ("Dilworth") to represent its interest in the matter. On December 19, 2008, Dilworth filed a
Notice of Appearance and Request for Service of Notices and Pleadings (the "Appearance") on
behalf of Route 553. Docket No. 1125.

2. Route 553 holds a general unsecured claim against the Debtors in the amount of
\$639,952.35. Claim No. 6644.

3. Given the anticipated distribution to unsecured creditors under the Debtors' Plan
of Reorganization, I have determined that it is no longer economical for Dilworth to represent
Route 553 in this bankruptcy case.

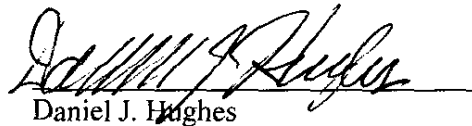
4. Accordingly, I have requested that Dilworth take affirmative steps to withdraw as
counsel in this matter.

5. On March 25, 2010, Dilworth filed the Motion to Withdraw as Counsel for Route 553 Retail, LLC for Cause Pursuant to Local Bankruptcy Rule 2090-1(G) (the "Motion").

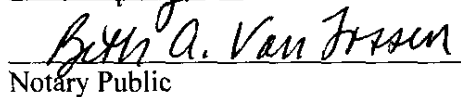
6. On March 25, 2010, a Notice of the Motion was filed and served upon all parties shown on the Certificate of Service with respect to the Motion that was filed. I was served with a copy of the Motion as principal of Route 553.

7. Route 553 hereby consents to the relief requested in the Motion.

8. Therefore, Route 553 respectfully requests that the Court enter an Order permitting Dilworth to withdraw as Route 553's counsel in this case immediately for cause and providing that the Appearance is deemed withdrawn.


Daniel J. Hughes

Sworn to and subscribed
Before me, this 28 day of
May, 2010


Notary Public

BETH A. VAN FOSSEN
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES NOV. 19, 2012

Imaged Certificate of Service Page 7 of 7
CERTIFICATE OF NOTICE

District/off: 0422-7
Case: 08-35653

User: frenchs
Form ID: pdforder

Page 1 of 1
Total Noticed: 1

Date Rcvd: Jun 08, 2010

The following entities were noticed by first class mail on Jun 10, 2010.
aty +Gregg M. Galardi, Skadden Arps Slate Meagher, & Flom LLP, One Rodney Sq., PO Box 636,
Wilmington, DE 19899-0636

The following entities were noticed by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jun 10, 2010

Signature:

